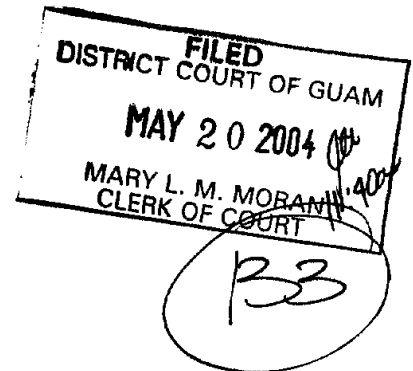


**LAW OFFICES OF BRONZE & TANG**

A Professional Corporation  
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825 South Marine Drive  
Tamuning, Guam 96913  
Telephone: (671) 646-2001  
Facsimile: (671) 647-7671

*Attorneys for Defendant*  
*Hongkong and Shanghai Banking Corporation, Ltd.*



**DISTRICT COURT OF GUAM**

ALAN SADHWANI, LAJU  
SADHWANI, and K. SADHWANI'S  
INC., a Guam corporation,

Plaintiffs,

v.

HONGKONG AND SHANGHAI  
BANKING CORPORATION, LTD.,  
et al.,

Defendants.

**CIVIL CASE NO. 03-00036**

**DECLARATION OF  
OF JACQUES G. BRONZE  
IN SUPPORT OF OPPOSITION  
TO EX PARTE MOTION TO COMPEL  
DISCOVERY AND SANCTIONS**

**I, JACQUES G. BRONZE**, hereby declare and state as follows:

1. All matters herein are based on my own personal knowledge.
2. I am over 18 years of age, and legally competent to testify to the facts below and I do so based upon my own personal knowledge.
3. I am the counsel of record for Hongkong and Shanghai Banking Corporation, Ltd., ("HSBC"), in the above-entitled matter.
4. Attached as Exhibit "1" is a true and correct copy of HSBC'S April 30, 2004, letter to Plaintiffs.

**DECLARATION OF JACQUES G. BRONZE IN SUPPORT OF OPPOSITION TO EX PARTE MOTION  
TO COMPEL DISCOVERY AND SANCTIONS**

Page - 2 -

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5. Attached as Exhibit "2" is a true and correct copy of Plaintiffs' letter dated April 30, 2004, faxed to HSBC.

6. Attached as Exhibit "3" is a true and correct copy of Plaintiffs' fax dated May 3, 2004, faxed to HSBC's counsel at or about 2.26 p.m. .

7. Attached as Exhibit "4" is a true and correct copy of HSBC'S May 4, 2004, letter to Plaintiffs advising them that Mr. Underwood will not be appearing on the May 5, 2004, deposition.

8. Prior to Plaintiffs' filing of their Ex Parte Motion, HSBC was never contacted, either orally or by written correspondence regarding the proposed filing of their ex parte motion.

9. HSBC has no problem making Messrs. Underwood and Granillo available for their depositions once HSBC files its Answer to Plaintiffs' Amended Complaint or if ordered by the Court.

10. Since no deposition of Mr. Underwood was held on May5, 2004, the undersigned was under the impression that the meeting was cancelled and nor did Plaintiff contact the undersigned to attend the meeting. In reference to the meeting proposed by Plaintiffs' after the deposition of Mr. Fang, which lasted over six hours, Plaintiffs' counsel failed to mention about the meeting after the deposition was concluded and the undersigned had forgotten about Plaintiffs' request.


I declare under penalty of perjury under the laws of the United States of America that the foregoing is true and correct.

**DECLARATION OF JACQUES G. BRONZE IN SUPPORT OF OPPOSITION TO EX PARTE MOTION  
TO COMPEL DISCOVERY AND SANCTIONS**

Page - 3 -

---

EXECUTED this 19<sup>th</sup> day of May 2004.

  
\_\_\_\_\_  
JACQUES G. BRONZE

LAW OFFICES  
**BRONZE & TANG**  
A PROFESSIONAL CORPORATION  
BANKPACIFIC BUILDING, 2ND FLOOR  
825 SOUTH MARINE DRIVE  
TAMUNING, GUAM 96913

JACQUES G. BRONZE  
JERRY J. TANG

TELEPHONE: (671) 646-2001  
TELECOPIER: (671) 647-7671

April 30, 2004

**VIA: FACSIMILE**  
**(671) 477-9734**

Anita P. Arriola, Esq.  
**ARRIOLA, COWAN & ARRIOLA**  
Suite 201, C&A Professional Bldg.  
259 Martyr Street  
Hagåtña, Guam 96910

**Re: *Proposed Depositions of May 3 and May 5, 2004***

Dear Anita:

We are in receipt of your First Amended Complaint. As we expected from you, you have taken the liberty to amend the entire Complaint in direct contravention from Judge Unpingco's Order of April 9, 2004. Nor did you bother to comply with FRCP 15(a) which leads me to conclude that you were attempting to sneak the amendments in the First Amended Complaint with the hope that it would not be discovered.


As you well know, HSBC will be filing its Motion to Strike the First Amended Complaint in Whole or in Part, or, in the alternative, Motion to Dismiss the Third and Sixth Causes of Action and Sanctions tomorrow. In addition, HSBC will be filing an *Ex Parte* Application to Stay all Depositions Pending its hearing on the Motion to Strike, its *Ex Parte* Motion for Interlocutory Order Appealing HSBC's Motion to Strike the Jury Trial Demand as well as a resolution on the guidelines necessary for a videotape deposition. HSBC hopes that the Court would make a ruling on it *Ex Parte* Application for the Motion to Stay as soon as possible. Thus, please be advised that since HSBC is seeking a protective order to stay your proposed depositions, this letter serves to constitute notice that the deponents will not be attending the depositions on May 3 and May 5, 2004.

Anita P. Arriola, Esq.  
**ARRIOLA, COWAN & ARRIOLA**  
April 30, 2004  
Page 2

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This letter serves to give you sufficient advance notice to notify the court reporters of the cancellation of the depositions. HSBC finds it unfortunate that your client will not stipulate to the staying of these depositions which serves both parties best interest and, thus, it is left with no choice but to seek the Court's remedy.

Best regards,



**JACQUES G. BRONZE**

cc: Mr. C. Underwood

JGB:tc

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# Transmission Report

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Facsimile No.: (813) 647-7671

## ~ ~ FACSIMILE TRANSMITTAL SHEET ~ ~

Date: April 30, 2004  
To: Anita P. Arriola, Esq.  
Firm: ARRIOLA, COWAN & ARRIOLA  
Fax No: 477-9734  
From: Jacques G. Bronze, Esq.  
Subject: Proposed Depositions of May 3 and May 5, 2004  
Sending 3 page(s) including cover sheet.

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PLEASE SEE ATTACHED DOCUMENT(S) IN CONNECTION WITH THE ABOVE-REFERENCED MATTER:

Letter of even date.

Fax Sent By: Tony Camacho

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CP: Completed	RM: Receive to Memory	DR: Document Removed	TM: Terminated by user
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Law Offices

**Arriola, Cowan & Arriola**

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Mark E. Cowan  
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E-mail: acalaw@netpci.com

~  
Jacqueline T. Terlaje

April 30, 2004

**VIA FACSIMILE: (671) 647-7671**

Jacques G. Bronze, Esq.  
Bronze & Tang, P.C.  
2nd Floor, BankPacific Building  
825 S. Marine Drive  
Tamuning, Guam 96913

**Re: Sadhvani et al. v. Hongkong Shanghai Banking Corporation, Ltd., et.al,  
District Court of Guam, Civil Case No. CV03-00036**

Dear Jacques:

This is in response to your letter of today.

We deny that plaintiffs' First Amended Complaint is "in direct contravention from [sic] Judge Unpingco's Order of April 9, 2004," nor is it an attempt to "sneak" amendments "with the hope that it would not be discovered." To the contrary, the amendments to the First Amended Complaint are well within the terms of the Order, if only you would read it.

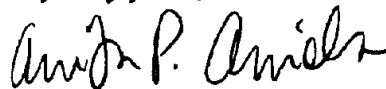
Your clients must have something to hide. The Ex Parte Application to Stay all Depositions constitutes your third attempt to stay depositions in this case and, like the other motions, is a blatant effort to obstruct and delay discovery and the inevitable trial of this case. Further, the motion is facially and substantively defective.

Your last-minute motion to stay the depositions does not automatically operate to stay the depositions, since, under the Rules, only a court order may relieve your clients of their duty to appear. The only existing Order in this case is the Court's Order of April 9, 2004, denying your motion to stay all depositions. Therefore, your clients are clearly required to appear at their depositions next week.

If you and your clients fail to appear at the depositions, you do so at your peril, as we will seek all available sanctions against both you personally and your client.

Nothing contained herein shall be deemed a waiver of any other right or remedy my clients may have, all of which are hereby expressly reserved.

Very truly yours,



ANITA P. ARRIOLA

Law Offices

**Arriola, Cowan & Arriola**

Joaquin C. Arriola  
Mark E. Cowan  
Anita P. Arriola  
Joaquin C. Arriola, Jr.

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Telecopier: (671) 477-9734  
E-mail: aculaw@netpci.com

Jacqueline T. Terlaje

**TELECOPIER COVERSHEET**

DATE: May 3, 2004

**TO:** Jacques G. Bronze, Esq. **FACSIMILE NO.:** (671) 647-7671  
Bronze & Tang, P.C.

**FROM:** Anita P. Arriola, Esq.

**RE:** Sadhwani et al. v. Hongkong Shanghai Banking Corporation, Ltd., et al.  
District Court of Guam, Civil Case No. CV03-00036

TOTAL PAGES TRANSMITTING (INCLUDING COVER SHEET): 3

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**MESSAGE:**

**Jacques: This is in response to your letter of today. Please see enclosed Order from the District Court.**

APA/ctt

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**EXHIBIT**3



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MAY 03 2004

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DISTRICT COURT OF GUAM

APR 30 2004

MARY L. M. MORAN  
CLERK OF COURT

DISTRICT COURT OF GUAM

TERRITORY OF GUAM

ALAN SADHWANI *et al.*,

Civil Case No. 03-00036

Plaintiffs,

vs.

HONGKONG AND SHANGHAI  
BANKING CORPORATION, LTD., *et al.*,

ORDER

Defendants.

The Court has pending before it two *ex parte* applications filed by defendant Hongkong and Shanghai Banking Corp., Ltd. ("HSBC"). On April 29, 2004, HSBC filed an *Ex Parte* Application for an Order Certifying the Denial of HSBC's Motion to Strike Jury Demand for Immediate Appeal Pursuant to 28 U.S.C. § 1292(b) and to Stay Proceedings Pending Appeal ("Application for Interlocutory Appeal"). Additionally, on April 30, 2004, HSBC filed an *Ex Parte* Application for Order Staying All Depositions Pending Determination of HSBC's Motion to Strike the First Amended Complaint in Whole or in Part, or, in the Alternative, Motion to Dismiss the Third and Sixth Causes of Action and Sanctions ("Application to Stay Depositions").

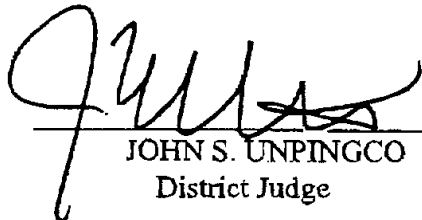
As for the Application for Interlocutory Appeal, the Court DENIES said application. The Court is not of the opinion that its Order which denied HSBC's Motion to Strike Jury Demand "involves a controlling question of law as to which there is substantial ground for difference of opinion." 28 U.S.C. § 1292(b). Nor does the Court believe that "an immediate appeal from the [O]rder [will] materially advance the ultimate termination of the litigation." *Id.*

Alan Sadhwani, et al. v. Hongkong and Shanghai Banking Corp., Ltd., et al., Civil Case No. 03-00036  
Order Denying HSBC's Application for Interlocutory Appeal and Application to Stay Depositions

1 As to HSBC's Application to Stay Depositions, HSBC seeks to preclude further  
2 depositions until the Court rules on HSBC's Motion to Strike. HSBC argues that its motion has  
3 the potential of altering the scope and nature of the Plaintiffs' claims, which in turn would affect  
4 the scope of permissible discovery. Thus, HSBC urges the Court to preclude further depositions  
5 which it contends would be a "gross waste of time and monies."


6 The Court disagrees with HSBC's assertion as it is too speculative. Instead, the Court  
7 views the Application to Stay Depositions as a delay tactic. The Court has already denied  
8 HSBC's first Motion to Dismiss the Complaint and its previous Motion to Stay. The Court  
9 determined that the Plaintiffs have presented valid causes of action which should proceed to trial.  
10 Further delay in the discovery process is just a waste of time and would needlessly postpone the  
11 trial. Accordingly, the Court DENIES the Application to Stay Depositions.

12 SO ORDERED this 30<sup>th</sup> day of April, 2004.

13  
14   
15 JOHN S. UNPINGCO  
16 District Judge  
17  
18  
19  
20  
21

22 Notice is hereby given that this document was  
23 entered on the docket on MAY 03 2004.  
24 No separate notice of entry on the docket will  
25 be issued by this Court.

26 Mary L. M. Moran  
27 Clerk, District Court of Guam

28 By:  MAY 03 2004  
Deputy Clerk Date

LAW OFFICES  
**BRONZE & TANG**  
A PROFESSIONAL CORPORATION  
BANKPACIFIC BUILDING, 2ND FLOOR  
825 SOUTH MARINE DRIVE  
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JACQUES G. BRONZE  
JERRY J. TANG

TELEPHONE: (671) 646-2001  
TELECOPIER: (671) 647-7671

May 4, 2004

**VIA: FACSIMILE**  
**(671) 477-9734**

Anita P. Arriola, Esq.  
**ARRIOLA, COWAN & ARRIOLA**  
Suite 201, C&A Professional Bldg.  
259 Martyr Street  
Hagåtña, Guam 96910

Re: **Sadhwani, et al. v. HSBC, et al.**; Civil Case No. 03-00036

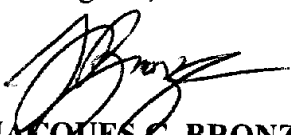
Dear Anita:

Your office has been served with HSBC's Ex Parte Motion for Reconsideration of the Court's Order Denying HSBC's Motion to Strike Jury Demand for Immediate Appeal ("Motion") pursuant to 28 U.S.C. § 1292(b). In addition, HSBC has also filed an Ex Parte Motion for Reconsideration of the Court's Order Denying HSBC's Motion to Stay All Depositions Pending its Motion to Strike. As a result, please be advised that pursuant to FRCP 37(d), Mr. Underwood is under no obligation to appear at the deposition set for May 5, 2004. Thus, you are advised to cancel the depositions until Court resolves this matter.

In regards to your threat of sanctions, please be advised that I am not losing sleep over it. HSBC's motions are warranted and they are supported by the facts and the law. You should also note that cross-motion for sanctions would also be served for filing frivolous sanction motions.

Please feel free to contact me if you have any questions regarding the above matter.

Best regards,

  
**JACQUES G. BRONZE**

JGB:rgb

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# Transmission Report

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TAMUWONG, OAHU 96913

TELEPHONE No.: (871) 646-3001

FACSIMILE No.: (871) 647-7671

## ~ ~ FACSIMILE TRANSMITTAL SHEET ~ ~

**Due:** May 4, 2004  
**To:** Anita P. Arriola, Esq.  
**Firm:** ARRIOLA, COWAN & ARRIOLA  
**Fax No:** 477-9734  
**From:** Jacques G. Bronze, Esq.  
**Subject:** Sudhwani, et al. v. HSEC, et al.; Civil Case No. 03-00036

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Fax Sent By: Cll Blas

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